

ACCOUNT NO. : 072100000032

REFERENCE: 646879 7120708

AUTHORIZATION : Potricia heuto

COST LIMIT : \$ 125.00

ORDER DATE : July 1, 2002

ORDER TIME : 10:51 AM

ORDER NO. : 646879-005

CUSTOMER NO: 7120708

CUSTOMER: Mr. Bert Starr

Law Offices Of Bert Starr, P.c

Suite 755

101 East Park Boulevard

Plano, TX 75074

DOMESTIC FILING

NAME: IMAGE CLEANERS, LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

RECEIVED

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JULIAN DE CHEPGEATURS

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ARTICLES OF ORGANIZATION OF IMAGE CLEANERS, LLC

ARTICLE I NAME

The name of the limited liability company is Image Cleaners, LLC.

ARTICLE II ADDRESS

The mailing address and street address of the principal office of the company is 7810 Sears Boulevard, Unit A, Pensacola, Florida 32514.

ARTICLE III REGISTERED OFFICE, REGISTERED AGENT'S SIGNATURE

The street address of the initial registered office of the company is 1201 Hays Street, Tallahassee, Florida 32301, and the name of its initial registered agent at such address is Corporation Service Company.

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

CORPORATION SERVICE COMPANY

By:

Cynthia L. Harris as its agent

ARTICLE IV OPERATING AGREEMENT

The initial operating agreement for the company will be adopted by the members. The powers to alter, amend or repeal the operating agreement or adopt the new operating procedure is vested in the members in accordance with the company's operating agreement.

ARTICLE V INDEMNIFICATION

To the fullest extent permitted by Florida law and the Company's operating agreement, no member, organizer, agent, manager, officer or employee of the company shall be liable to the

company or its members for monetary damages for an act or omission in such person's capacity in representing the company. Any repeal or amendment of this Article by the members of the company shall be prospective only and shall not adversely affect any limitation on the liability of a person existing at the time of such repeal or amendment.

ARTICLE VI VOTING

- A. Number of Votes. On each matter on which the membership interest is entitled to vote, a member will have one vote or a fraction of one vote per one percent of membership interest or fraction of membership interest owned by the member.
 - B. Preemptive Rights. Preemptive rights do not exist.

ARTICLE VII RESTRICTED TRANSFERABILITY

The assignee or transferee of a membership interest who is not already admitted as a member of the company shall have no right to participate in the business or affairs of the company unless and until the assignee is admitted as a member by vote of all the members other than the assignor of such interest. Any membership interest in the company will be subject to further restrictions on its transferability not in conflict with the foregoing, as set out in the operating agreement of the company, which will be kept with the records of the company. The company will provide a copy of the operating agreement without charge to any record holder of a membership interest upon written request addressed to the company at its principal business office or its registered agent's address.

(In accordance with section 608.408(3), Florida Statues, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Richard Lowther,

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